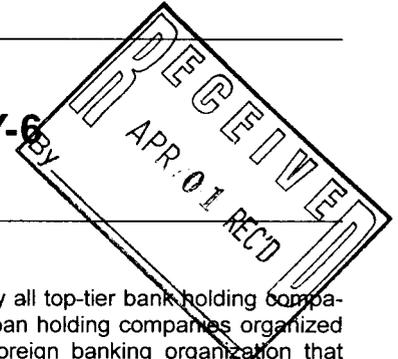


Board of Governors of the Federal Reserve System



Annual Report of Holding Companies—FR Y-6



Report at the close of business as of the end of fiscal year

This Report is required by law: Section 5(c)(1)(A) of the Bank Holding Company Act (12 U.S.C. § 1844 (c)(1)(A)); Section 8(a) of the International Banking Act (12 U.S.C. § 3106(a)); Sections 11(a)(1), 25 and 25A of the Federal Reserve Act (12 U.S.C. §§ 248(a)(1), 602, and 611a); Section 211.13(c) of Regulation K (12 C.F.R. § 211.13(c)); and Section 225.5(b) of Regulation Y (12 C.F.R. § 225.5(b)) and section 10(c)(2)(H) of the Home Owners' Loan Act. Return to the appropriate Federal Reserve Bank the original and the number of copies specified.

This report form is to be filed by all top-tier bank holding companies and top-tier savings and loan holding companies organized under U.S. law, and by any foreign banking organization that does not meet the requirements of and is not treated as a qualifying foreign banking organization under Section 211.23 of Regulation K (12 C.F.R. § 211.23). (See page one of the general instructions for more detail of who must file.) The Federal Reserve may not conduct or sponsor, and an organization (or a person) is not required to respond to, an information collection unless it displays a currently valid OMB control number.

NOTE: The *Annual Report of Holding Companies* must be signed by one director of the top-tier holding company. This individual should also be a senior official of the top-tier holding company. In the event that the top-tier holding company does not have an individual who is a senior official and is also a director, the chairman of the board must sign the report.

Date of Report (top-tier holding company's fiscal year-end):

December 31, 2012

Month / Day / Year

I, Tyrone Fenderson Jr.

Reporter's Name, Street, and Mailing Address

CNB Bancorp Inc.

Legal Title of Holding Company

P.O. Box 2326

(Mailing Address of the Holding Company) Street / P.O. Box

Mobile AL 36652-2326

City State Zip Code

5 Dauphin St. Mobile AL 36602

Physical location (if different from mailing address)

Name of the Holding Company Director and Official

Director / CEO

Title of the Holding Company Director and Official

attest that the *Annual Report of Holding Companies* (including the supporting attachments) for this report date has been prepared in conformance with the instructions issued by the Federal Reserve System and are true and correct to the best of my knowledge and belief.

Person to whom questions about this report should be directed:

Tyrone Fenderson Jr. CEO / Director

Name Title

251-380-7708

Area Code / Phone Number / Extension

251-479-9488

Area Code / FAX Number

tfenderson@ecommonwealthbank.com

E-mail Address

www.ecommonwealthbank.com

Address (URL) for the Holding Company's web page

With respect to information regarding individuals contained in this report, the Reporter certifies that it has the authority to provide this information to the Federal Reserve. The Reporter also certifies that it has the authority, on behalf of each individual, to consent or object to public release of information regarding that individual. The Federal Reserve may assume, in the absence of a request for confidential treatment submitted in accordance with the Board's "Rules Regarding Availability of Information," 12 C.F.R. Part 261, that the Reporter and individual consent to public release of all details in the report concerning that individual.

[Signature]
 Signature of Holding Company Director and Official

03/29/13
 Date of Signature

For holding companies not registered with the SEC—
 Indicate status of Annual Report to Shareholders:

is included with the FR Y-6 report
 will be sent under separate cover
 is not prepared

For Federal Reserve Bank Use Only

RSSD ID 3635328
 C.I. _____

Does the reporter request confidential treatment for any portion of this submission?

Yes Please identify the report items to which this request applies:

 In accordance with the instructions on pages GEN-2 and 3, a letter justifying the request is being provided.
 The information for which confidential treatment is sought is being submitted separately labeled "Confidential."

No

Revised 5-13-13

Form FR Y-6

CNB BANCORP INC.

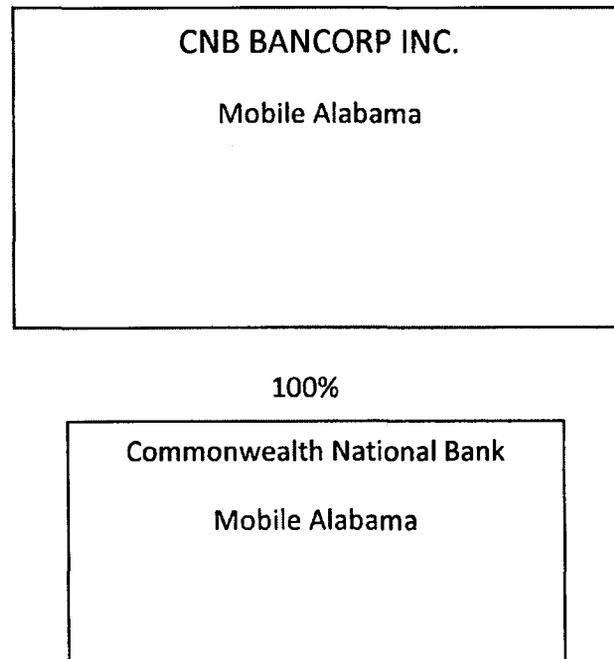
Mobile Alabama

Fiscal Year Ending December 31 2012

Report Item

1: The bank holding company prepares an annual report for its securities holders. Report included

2: Organization Chart:



All entities incorporated in the state of Alabama.

Results: A list of branches for your depository institution: COMMONWEALTH NATIONAL BANK (ID_RSSD: 578237).
 This depository institution is held by CNB BANCORP, INC. (3635328) of MOBILE, AL.
 The data are as of 12/31/2012. Data reflects information that was received and processed through 02/24/2013.

Reconciliation and Verification Steps

1. In the Data Action column of each branch row, enter one or more of the actions specified below.
2. If required, enter the date in the Effective Date column.

Actions

OK: If the branch information is correct, enter 'OK' in the Data Action column.
 Change: If the branch information is incorrect or incomplete, revise the data, enter 'Change' in the Data Action column and the date when this information first became valid in the Effective Date column.
 Close: If a branch listed was sold or closed, enter 'Close' in the Data Action column and the sale or closure date in the Effective Date column.
 Delete: If a branch listed was never owned by this depository institution, enter 'Delete' in the Data Action column.
 Add: If a reportable branch is missing, insert a row, add the branch data, and enter 'Add' in the Data Action column and the opening or acquisition date in the Effective Date column.

If printing this list, you may need to adjust your page setup in MS Excel. Try using landscape orientation, page scaling, and/or legal sized paper.

Submission Procedure

When you are finished, send a saved copy to your FRB contact. See the detailed instructions on this site for more information.
 If you are e-mailing this to your FRB contact, put your institution name, city and state in the subject line of the e-mail.

Note:

To satisfy the FR Y-10 reporting requirements, you must also submit FR Y-10 Domestic Branch Schedules for each branch with a Data Action of Change, Close, Delete, or Add.
 The FR Y-10 report may be submitted in a hardcopy format or via the FR Y-10 Online application - <https://y10online.federalreserve.gov>.

* FDIC UNINUM, Office Number, and ID_RSSD columns are for reference only. Verification of these values is not required.

Data Action	Effective Date	Branch Service Type	Branch ID_RSSD*	Popular Name	Street Address	City	State	Zip Code	County	Country	FDIC UNINUM*	Office Number*	Head Office	Head Office ID_RSSD*	Comments
OK		Full Service (Head Office)	578237	COMMONWEALTH NATIONAL BANK	2214 SAINT STEPHENS ROAD	MOBILE	AL	36617	MOBILE	UNITED STATES	15447	0	COMMONWEALTH NATIONAL BANK	578237	
OK		Full Service	2627812	CRICHTON BRANCH	2861 SPRINGHILL AVENUE	MOBILE	AL	36607	MOBILE	UNITED STATES	272250	2	COMMONWEALTH NATIONAL BANK	578237	
OK		Full Service	4231521	DOWNTOWN BRANCH	200 SAINT JOSEIP STREET	MOBILE	AL	36602	MOBILE	UNITED STATES	493603	4	COMMONWEALTH NATIONAL BANK	578237	

ok ✓

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CNB BANCORP INC.

Fiscal Year Ending December 31, 2012

2b. Branch verification is included with the FRY6.

Report Item 3: Securities Holders

Securities Holders with ownership control of 5% or more with power to vote as of fiscal year ending 12/31/10.

<u>Name</u>	<u>Country of Citizenship</u>	<u>Number and Percentage of</u>
<u>City State Country</u>		<u>Each Class of Voting Securities</u>
Patrick Cooper Birmingham Alabama	United States	23150 - 11% Common Stock
Gary Cooper Mobile Alabama	United States	49150 – 23% Common Stock

Securities holders not listed in 3(1)(a) through 3(1)(c) that had ownership, control or holdings of 5% or more with power to vote during the fiscal year ending 12/31/12

N/A

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CNB BANCORP INC.

Fiscal Year Ending December 31, 2012

Report Item 4 – Insiders

Name City, State, Country	Principal Occupation if other Than with holding Company	Title and Position with Holding Co	Title & Position Subsidiaries Include Names	Title and Position with other Businesses Include Names	% of voting shares in Bank Holding Company	% of voting shares in Subsidiaries	List Names of other companies, includes partnerships, if 25% or more of voting Securities are held (list names of companies and And % of voting securities Held
Gary Cooper U Mobile AI nited States	Retired	Chairman	EVP Commonwealth National Bank	N/A	23%	23%	N/A
Michael Pierce Mobile AI United States	President MLK Redevelopment Corp	Director	Chairman Commonwealth National Bank	N/A	.57%	.57%	N/A
Scott Hunter Mobile AI United States	Branch Manager Raymond James Financial Services	Director	Director	N/A	.57%	.57%	N/A

Jacquitta Green Mobile AL United States	Vice President Northside Check Exchange	Director	Director	N/A	.67%	.67%	N/A
Christopher Sylvester Eight Mile AL United States	Vice President Mitchell Company	Director	Director	N/A	.12%	.12%	N/A
Tyrone Fenderson Daphne AL United States	CEO / President Commonwealth National Bank	CEO	CEO/ Director	N/A	.23%	.23%	N/A
Patrick Cooper Birmingham AL United States	Attorney	N/A	N/A	N/A	11%	11%	N/A